

# Exhibit 12

30(b)(6) Deposition of Kirk D. Hendrick on  
behalf of Zuffa, LLC (November 29, 2016)  
(excerpted)

UNITED STATES DISTRICT COURT

DISTRICT OF NEVADA

CUNG LE; NATHAN QUARRY, JON )  
FITCH, on behalf of )  
themselves and all others )  
similarly situated, )

Plaintiffs, )

vs. )

Case No.  
2:15-cv-01045-RFB-(PAL)

ZUFFA, LLC, d/b/a Ultimate )  
Fighting Championship and )  
UFC, )

Defendant. )  
\_\_\_\_\_ )

CONFIDENTIAL

VIDEO RECORDED 30(b)(6) DEPOSITION OF ZUFFA, LLC

BY KIRK D. HENDRICK

NOVEMBER 29, 2016

LAS VEGAS, NEVADA

9:05 a.m.

Reported by:  
KENDALL D. HEATH  
Job No: 47771

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<div>62</div> <div>[REDACTED]</div>	<div>64</div> <div>[REDACTED]</div>
<div>63</div> <div>[REDACTED]</div>	<div>65</div> <div>[REDACTED]</div>

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<div>66</div> <div><div>1</div><div>2</div><div>3</div><div>4</div><div>5</div><div>6</div><div>7</div><div>8</div><div>9</div><div>10</div><div>11</div><div>12</div><div>13</div><div>14</div><div>15</div><div>16</div><div>17</div><div>18</div><div>19</div><div>20</div><div>21</div><div>22</div><div>23</div><div>24</div><div>25</div></div>	<div>68</div> <div><div>1</div><div>2</div><div>3</div><div>4</div><div>5</div><div>6</div><div>7</div><div>8</div><div>9</div><div>10</div><div>11</div><div>12</div><div>13</div><div>14</div><div>15</div><div>16</div><div>17</div><div>18</div><div>19</div><div>20</div><div>21</div><div>22</div><div>23</div><div>24</div><div>25</div></div> <div><p>Do you own a financial stake in Zuffa or its current owner?</p><p>A. No.</p></div>
<div>67</div> <div><div>1</div><div>2</div><div>3</div><div>4</div><div>5</div><div>6</div><div>7</div><div>8</div><div>9</div><div>10</div><div>11</div><div>12</div><div>13</div><div>14</div><div>15</div><div>16</div><div>17</div><div>18</div><div>19</div><div>20</div><div>21</div><div>22</div><div>23</div><div>24</div><div>25</div></div>	<div>69</div> <div><div>1</div><div>2</div><div>3</div><div>4</div><div>5</div><div>6</div><div>7</div><div>8</div><div>9</div><div>10</div><div>11</div><div>12</div><div>13</div><div>14</div><div>15</div><div>16</div><div>17</div><div>18</div><div>19</div><div>20</div><div>21</div><div>22</div><div>23</div><div>24</div><div>25</div></div> <div><p>Q. Now, in addition to the binder that we marked as Exhibit 2, I believe last week Zuffa</p></div>

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<p>70</p> <p>1 produced additional template contracts, promotional 2 and ancillary rights agreement contracts in advance 3 of the deposition. Do you know how that came 4 about?</p> <p>5 A. I do not.</p> <p>6 Q. Are those -- are the contracts that were 7 produced last week for purposes of this deposition 8 also in Exhibit 2 to the deposition?</p> <p>9 A. I'd have to see them to be sure.</p> <p>10 Q. To save time, is it okay with you if I 11 refer to the exclusive promotional and ancillary 12 rights agreement as PAR or EPAR? Does that make 13 sense?</p> <p>14 Do we understand EPAR as exclusive 15 promotional and ancillary rights agreements for 16 purposes of this deposition.</p> <p>17 A. And PAR as promotional and ancillary 18 rights agreements?</p> <p>19 Q. Right.</p> <p>20 A. I think that's fine. That's not a term I 21 would have used, nothing we vernacularly would say, 22 but, yes, I'll try to keep that in mind.</p> <p>23 Q. Okay. Just to try to save words.</p> <p>24 A. No. I understand.</p> <p>25 Q. Help out our court reporter here.</p>	<p>72</p> <p>1 A. Right.</p> <p>2 [REDACTED]</p> <p>3 [REDACTED]</p> <p>4 [REDACTED]</p> <p>5 [REDACTED]</p> <p>6 [REDACTED]</p> <p>7 [REDACTED]</p> <p>8 [REDACTED]</p> <p>9 [REDACTED]</p> <p>10 [REDACTED]</p> <p>11 [REDACTED]</p> <p>12 [REDACTED]</p> <p>13 [REDACTED]</p> <p>14 [REDACTED]</p> <p>15 [REDACTED]</p> <p>16 [REDACTED]</p> <p>17 [REDACTED]</p> <p>18 [REDACTED]</p> <p>19 [REDACTED]</p> <p>20 [REDACTED]</p> <p>21 [REDACTED]</p> <p>22 [REDACTED]</p> <p>23 [REDACTED]</p> <p>24 [REDACTED]</p> <p>25 [REDACTED]</p>
<p>71</p> <p>1 [REDACTED]</p> <p>2 [REDACTED]</p> <p>3 [REDACTED]</p> <p>4 [REDACTED]</p> <p>5 [REDACTED]</p> <p>6 [REDACTED]</p> <p>7 [REDACTED]</p> <p>8 [REDACTED]</p> <p>9 [REDACTED]</p> <p>10 [REDACTED]</p> <p>11 [REDACTED]</p> <p>12 [REDACTED]</p> <p>13 [REDACTED]</p> <p>14 [REDACTED]</p> <p>15 [REDACTED]</p> <p>16 [REDACTED]</p> <p>17 [REDACTED]</p> <p>18 [REDACTED]</p> <p>19 [REDACTED]</p> <p>20 [REDACTED]</p> <p>21 [REDACTED]</p> <p>22 [REDACTED]</p> <p>23 [REDACTED]</p> <p>24 [REDACTED]</p> <p>25 [REDACTED]</p> <p>Q. Okay. We'll just call it a PAR, and that will stand for either promotional and ancillary rights agreement or the exclusive promotional and ancillary rights agreement.</p>	<p>73</p> <p>1 [REDACTED]</p> <p>2 [REDACTED]</p> <p>3 [REDACTED]</p> <p>4 [REDACTED]</p> <p>5 [REDACTED]</p> <p>6 [REDACTED]</p> <p>7 [REDACTED]</p> <p>8 [REDACTED]</p> <p>9 [REDACTED]</p> <p>10 [REDACTED]</p> <p>11 [REDACTED]</p> <p>12 [REDACTED]</p> <p>13 [REDACTED]</p> <p>14 [REDACTED]</p> <p>15 [REDACTED]</p> <p>16 [REDACTED]</p> <p>17 [REDACTED]</p> <p>18 [REDACTED]</p> <p>19 [REDACTED]</p> <p>20 [REDACTED]</p> <p>21 [REDACTED]</p> <p>22 [REDACTED]</p> <p>23 [REDACTED]</p> <p>24 [REDACTED]</p> <p>25 [REDACTED]</p>

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<p>210</p> <p>[REDACTED]</p>	<p>212</p> <p>[REDACTED]</p>
<p>211</p> <p>[REDACTED]</p>	<p>213</p> <p>[REDACTED]</p> <p>2 MR. CRAMER: I'd like to mark as Exhibit</p> <p>3 20 the next document, please.</p> <p>4 (Plaintiffs' Exhibit 20 was marked</p> <p>5 for identification.)</p> <p>6 BY MR. CRAMER:</p> <p>[REDACTED]</p> <p>14 <b>Q. Have you seen this series of e-mails</b></p> <p>15 <b>before?</b></p> <p>16 A. I don't believe so.</p> <p>17 <b>Q. Okay. Do you know who Ryan Parsons is?</b></p> <p>18 A. I know the name, but I don't know if I</p> <p>19 know him personally.</p> <p>[REDACTED]</p>

54 (Pages 210 to 213)

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<p>214</p> <p>[REDACTED]</p>	<p>216</p> <p>[REDACTED]</p>
<p>215</p> <p>[REDACTED]</p>	<p>217</p> <p>[REDACTED]</p>

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<p style="text-align: right;">234</p> <p>[REDACTED]</p>	<p style="text-align: right;">236</p> <p>[REDACTED]</p>
<p style="text-align: right;">235</p> <p>1 MR. CRAMER: All right. Let's go off the</p> <p>2 record. Tape stopped.</p> <p>3 THE VIDEOGRAPHER: This marks the end of</p> <p>4 media No. 5 of the deposition of Kirk Hendrick. We</p> <p>5 are off the record at 3:31.</p> <p>6 (Break taken.)</p> <p>7 THE VIDEOGRAPHER: We are back on the</p> <p>8 record at 3:51, and this marks the beginning of</p> <p>9 media No. 6 in the deposition of Kirk Hendrick.</p> <p>10 BY MR. CRAMER:</p> <p>[REDACTED]</p>	<p style="text-align: right;">237</p> <p>[REDACTED]</p>

60 (Pages 234 to 237)

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<p>238</p> <p>[REDACTED]</p>	<p>240</p> <p>[REDACTED]</p>
<p>239</p> <p>[REDACTED]</p>	<p>241</p> <p>[REDACTED]</p> <p>9 MR. CRAMER: I'd like to mark Exhibit 23,</p> <p>10 the next document.</p> <p>11 (Plaintiffs' Exhibit 23 was marked</p> <p>12 for identification.)</p> <p>13 BY MR. CRAMER:</p> <p>[REDACTED]</p> <p>21 Let me know when you're ready to answer</p> <p>22 questions.</p> <p>23 A. Okay. Give me a minute to read this.</p> <p>24 Q. Yes. Of course.</p> <p>25 A. Thank you.</p>

61 (Pages 238 to 241)

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<p>242</p> <p>1 (Witness reviewing document.)</p> <p>2 A. Okay.</p> <p>[REDACTED]</p>	<p>244</p> <p>[REDACTED]</p>
<p>243</p> <p>[REDACTED]</p>	<p>245</p> <p>[REDACTED]</p>

62 (Pages 242 to 245)

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<p>254</p> <p>[REDACTED]</p>	<p>256</p> <p>[REDACTED]</p>
<p>255</p> <p>[REDACTED]</p>	<p>257</p> <p>[REDACTED]</p>

65 (Pages 254 to 257)

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<div>258</div> <div>[REDACTED]</div> <div>16 MS. GRIGSBY: Objection, form.</div> <div>17 THE WITNESS: Yeah. Can you ask me</div> <div>18 again.</div> <div>19 BY MR. CRAMER:</div> <div>[REDACTED]</div>	<div>260</div> <div>[REDACTED]</div>
<div>259</div> <div>[REDACTED]</div>	<div>261</div> <div>[REDACTED]</div>

66 (Pages 258 to 261)

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<p>262</p> <p>[REDACTED]</p>	<p>264</p> <p>[REDACTED]</p> <p>8 <b>Q. Fighters are independent contractors; is that right?</b></p> <p>9</p> <p>10 A. Correct.</p> <p>11 <b>Q. And many don't have other forms of income other than fighting; correct?</b></p> <p>12</p> <p>13 A. I don't know if you quantify. I would</p> <p>14 say most of them are professional athletes, and</p> <p>15 that's what they devote their time to, but I don't</p> <p>16 know how many of them have other jobs.</p> <p>17 <b>Q. And as independent contractors, fighters</b></p> <p>18 <b>need to pay their own trainers and their own</b></p> <p>19 <b>managers and their own doctors; is that right?</b></p> <p>20 A. They have their own businesses, yes.</p> <p>21 <b>Q. And they have other expenses associated</b></p> <p>22 <b>with those businesses, correct? Gym fees and other</b></p> <p>23 <b>fees; correct?</b></p> <p>24 A. I would assume so.</p> <p>25 MR. CRAMER: I'd like to mark the next</p>
<p>263</p> <p>[REDACTED]</p>	<p>265</p> <p>1 document as Exhibit 24.</p> <p>2 (Plaintiffs' Exhibit 24 was marked</p> <p>3 for identification.)</p> <p>4 BY MR. CRAMER:</p> <p>5 [REDACTED]</p> <p>6 [REDACTED]</p> <p>7 [REDACTED]</p> <p>8 [REDACTED]</p> <p>9 [REDACTED]</p> <p>10 <b>I'll give you a moment to read it and let</b></p> <p>11 <b>me know when you're through.</b></p> <p>12 A. Thank you.</p> <p>13 (Witness reviewing document.)</p> <p>14 Okay.</p> <p>15 <b>Q. Do you recall receiving this e-mail?</b></p> <p>16 A. I don't.</p> <p>17 [REDACTED]</p> <p>18 [REDACTED]</p> <p>19 [REDACTED]</p> <p>20 [REDACTED]</p> <p>21 [REDACTED]</p> <p>22 <b>Q. Who's Andrei?</b></p> <p>23 A. Andrei Arlovski.</p> <p>24 <b>Q. And he was a fighter with the UFC?</b></p> <p>25 A. Correct.</p>

67 (Pages 262 to 265)

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<p style="text-align: right;">266</p> <p>1 <b>Q. Do you know who Leo Khorolinsky is?</b></p> <p>2 A. I don't know what his exact function was,</p> <p>3 but he was, let's say, manager/agent for Andrei.</p> <p>[REDACTED]</p>	<p style="text-align: right;">268</p> <p>[REDACTED]</p>
<p style="text-align: right;">267</p> <p>[REDACTED]</p> <p>14 <b>Q. You can put that document aside.</b></p> <p>15 A. Can I take a quick break?</p> <p>16 MR. CRAMER: Of course. Let's go off the</p> <p>17 record.</p> <p>18 THE VIDEOGRAPHER: We are off the record</p> <p>19 at 4:34.</p> <p>20 (Break taken.)</p> <p>21 THE VIDEOGRAPHER: We are back on the</p> <p>22 record at 4:37.</p> <p>23 BY MR. CRAMER:</p> <p>[REDACTED]</p>	<p style="text-align: right;">269</p> <p>[REDACTED]</p> <p>8 <b>Q. Okay. Is Tom Cruise one of the owners of</b></p> <p>9 <b>Zuffa at the moment?</b></p> <p>10 A. I don't know. He might be. I don't</p> <p>11 think so.</p> <p>12 MR. CRAMER: All right. I'd like to mark</p> <p>13 the next document as Exhibit 25.</p> <p>14 (Plaintiffs' Exhibit 25 was marked</p> <p>15 for identification.)</p> <p>16 BY MR. CRAMER:</p> <p>[REDACTED]</p> <p>22 <b>know when you've reviewed the document.</b></p> <p>23 A. Just one minute. Thank you.</p> <p>24 (Witness reviewing document.)</p> <p>25 <b>Q. All right. So who's Kongo?</b></p>

68 (Pages 266 to 269)

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<p style="text-align: right;">270</p> <p>1 A. Cheick Kongo.</p> <p>2 <b>Q. Who's that? Was he a fighter with the</b></p> <p>3 <b>UFC?</b></p> <p>4 A. Yes. He fought heavyweight in the UFC.</p> <p>5 <b>Q. And do you know who Anthony McGann is?</b></p> <p>6 A. He's a manager from over in the UK,</p> <p>7 manages several fighters.</p> <p>[REDACTED]</p>	<p style="text-align: right;">272</p> <p>[REDACTED]</p> <p>12 <b>Q. All right. You can put that document</b></p> <p>13 <b>aside.</b></p> <p>14 I'd like to introduce the next document,</p> <p>15 which is Exhibit 26.</p> <p>16 (Plaintiffs' Exhibit 26 was marked</p> <p>17 for identification.)</p> <p>18 BY MR. CRAMER:</p> <p>[REDACTED]</p> <p>24 And you'll let me know when you're ready to testify</p> <p>25 about it.</p>
<p style="text-align: right;">271</p> <p>[REDACTED]</p>	<p style="text-align: right;">273</p> <p>1 A. (Witness reviewing document.)</p> <p>2 Okay.</p> <p>3 <b>Q. All right. This is an e-mail that you</b></p> <p>4 <b>reviewed in the regular -- I'm sorry -- you sent at</b></p> <p>5 <b>the top in the regular course of your business; is</b></p> <p>6 <b>that right?</b></p> <p>7 A. Yes. I would have been forwarding the</p> <p>8 prior e-mail, it looks like.</p> <p>[REDACTED]</p>

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